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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**DECLARATION OF HERB BAER IN
SUPPORT OF REORGANIZED DEBTORS'
OPPOSITION TO THE DRRT CLAIMANTS'
MOTION FOR RECONSIDERATION**

Hearing Information:

Date: February 15, 2022

Time: 10:00 a.m. (Pacific Time)

Place: (Tele/Videoconference Appearances Only)

United States Bankruptcy Court

Courtroom 17, 16th Floor

San Francisco, CA 94102

1 I, Herb Baer, pursuant to section 1746 of title 28 of the United States Code, hereby declare under
2 penalty of perjury that the following is true and correct to the best of my knowledge, information, and
3 belief:

4 1. I am a Director of Consulting at Prime Clerk LLC ("**Prime Clerk**"), whose principal
5 office is located at 55 East 52nd Street, New York, NY 10055.

6 2. I am providing this Declaration in support of the *Reorganized Debtors' Opposition to the*
7 *DRRT Claimant's Motion for Reconsideration* (the "**Opposition**"),¹ filed contemporaneously herewith
8 in the above-captioned chapter 11 cases (the "**Chapter 11 Cases**") of PG&E Corporation and Pacific
9 Gas and Electric Company, as debtors and reorganized debtors (collectively, "**PG&E**," the "**Debtors**,"
10 or the "**Reorganized Debtors**").

11 3. I have extensive experience and expertise in all aspects of claims administration,
12 including direct notice, paper and electronic publication, website design, claimant communication,
13 claims intake and processing, and distribution of payments. During the last 20 years, I have personally
14 led claims administration teams in major chapter 11 cases such as Lehman Brothers, Takata, Purdue,
15 Mallinckrodt, WorldCom, Bethlehem Steel, Global Crossing, Republic Airways Holdings Inc., RCS
16 Capital Corporation, Aspect Software Parent, Inc., Steve and Barry's, and Arch Wireless. A detailed
17 description of my experience and qualifications is attached hereto as **Exhibit A**.

18 4. Except as otherwise indicated herein, all facts set forth in this Declaration are based upon
19 my personal knowledge, the knowledge of other employees working under and alongside me on this
20 matter, and my review of relevant documents and information. If called upon to testify, I would testify
21 competently to the facts set forth in this Declaration.

22 **Noticing and Communications Services**

23 5. Prime Clerk has been retained by the Reorganized Debtors as claims and noticing agent
24 in the Chapter 11 Cases. Additionally, during the post-effective date period, Kroll Settlement
25 Administration LLC ("**KSA**"), an affiliate of Prime Clerk, has been assisting the Reorganized Debtors
26 with respect to claimants who have submitted claims based on the purchase or acquisition of PG&E
27 securities filed in the Chapter 11 Cases.

28 ¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in the
Opposition.

1 **Method of Service**

2 6. As a general practice, Prime Clerk and KSA have been directed by the Reorganized
3 Debtors and their counsel to serve securities claims omnibus objections and related documents on
4 individual securities claimants and (where applicable) their counsel of record by first class mail at the
5 address provided in the proof of claim form. Prime Clerk and KSA also serve these documents by email
6 if an email address has been provided by a claimant in their proof of claim or by other means.

7 **Service of the Securities Claims Procedures Motion and Prior Objections**

8 7. On September 1, 2020, at the direction of the Reorganized Debtors and their counsel,
9 Prime Clerk served the *Motion to Approve Securities ADR and Related Procedures for Resolving*
10 *Subordinated Securities Claims* [Dkt. No. 8964] (the “**Securities Claims Procedures Motion**”) on
11 every securities claimant that had filed a securities claim at that time by mail at the address provided in
12 the proofs of claim. DRRT was among the securities claimants served. Service of the Securities Claims
13 Procedures Motion is further detailed in the accompanying certificate of service filed at Dkt. No. 9050.

14 8. I understand that the DRRT Claimants submitted 155 proofs of claim that were subject
15 to the First, Second, Third, Fourth, Fifth, Sixth, Ninth, and Tenth Securities Claims Omnibus Objections
16 [Dkt. Nos. 10411, 10414, 10417, 10662, 10665, 10733, 10925, 10928]. Prime Clerk coordinated service
17 of all eight securities claims omnibus objections on DRRT. For each objection, Prime Clerk caused
18 hardcopy packages of the notices of hearing, memoranda of law, and supporting declarations to be served
19 by first class mail to each DRRT Claimant at the address provided on the proofs of claim: 340 West
20 Flagler Street, Suite 201, Miami, Florida, 33130, as well as electronic packages containing the same
21 documents to the email address provided on their proofs of claim: PPMCLAIMS@DRRT.com. Service
22 of these eight objections is further detailed in the accompanying certificates of service [Dkt. Nos. 10446,
23 10599, 10709, 10747, 10882, 10931, 10952, 11143].

24 **Service of the Objections at Issue**

25 9. On August 3, 2021, the Reorganized Debtors filed the *Reorganized Debtors’ Eleventh*
26 *Securities Claims Omnibus Objection (Claims Barred by the Statute of Repose)* [Dkt. No. 11014] (the
27 “**11th Securities Omnibus Objection**”), the *Declaration of Edward J. Radetich, Jr. in Support of*
28 *Reorganized Debtors’ Eleventh Securities Claims Omnibus Objection (Claims Barred by the Statute of*

1 *Repose*) [Dkt. No. 11015], the *Declaration of Michael A. Keable in Support of Reorganized Debtors'*
2 *Eleventh Securities Claims Omnibus Objection (Claims Barred by the Statute of Repose)* [Dkt. No.
3 11016], and the *Notice of Hearing on Reorganized Debtors' Eleventh Securities Claims Omnibus*
4 *Objection (Claims Barred by the Statute of Repose)* [Dkt. No. 11017] (collectively, the “**11th Objection**
5 **Documents**”). The 11th Securities Omnibus Objection, among other things, objected to thirty claims
6 submitted by DRRT on behalf of various entities (the “**DRRT Claimants**”).

7 10. On August 3, 2021, at the direction of the Reorganized Debtors and their counsel, Prime
8 Clerk caused a hardcopy package of the 11th Objection Documents to be served by first class mail to
9 each DRRT Claimant at the address provided on all thirty of their proofs of claim: 340 West Flagler
10 Street, Suite 201, Miami, Florida, 33130. On the same day, Prime Clerk served an email containing
11 links to the 11th Objection Documents to each DRRT Claimant at the email address provided on all
12 thirty of their proofs of claim: PPMCLAIMS@DRRT.com. Service of the 11th Objection Documents
13 is further detailed in the Kulyk Certificate of Service, dated August 6, 2021 [Dkt. No. 11030], which is
14 attached hereto as **Exhibit B**.

15 11. On August 18, 2021, the Reorganized Debtors filed the *Reorganized Debtors' Thirteenth*
16 *Securities Claims Omnibus Objection (Claims Barred by the Statute of Repose)* [Dkt. No. 11085] (the
17 “**13th Securities Omnibus Objection**”), the *Declaration of Edward J. Radetich, Jr. in Support of*
18 *Reorganized Debtors' Thirteenth Securities Claims Omnibus Objection (Claims Barred by the Statute*
19 *of Repose)* [Dkt. No. 11086], the *Declaration of Michael A. Keable in Support of Reorganized Debtors'*
20 *Thirteenth Securities Claims Omnibus Objection (Claims Barred by the Statute of Repose)* [Dkt. No.
21 11087], and the *Notice of Hearing on Reorganized Debtors' Thirteenth Securities Claims Omnibus*
22 *Objection (Claims Barred by the Statute of Repose)* [Dkt. No. 11088] (collectively, the “**13th Objection**
23 **Documents**”). The 13th Securities Omnibus Objection, among other things, objected to one claim filed
24 by a DRRT Claimant.

25 12. On August 18, 2021, at the direction of the Reorganized Debtors and their counsel, Prime
26 Clerk caused a hardcopy package of the 13th Objection Documents to be served by first class mail to the
27 address provided on the proof of claim for the DRRT Claimant whose claim was included in the 13th
28 Securities Omnibus Objection: 340 West Flagler Street, Suite 201, Miami, Florida, 33130. On the same

1 day, Prime Clerk served an email containing links to the 13th Objection Documents to the email address
2 provided on such DRRT Claimant's proof of claim: PPMCLAIMS@DRRT.com. Service of the 13th
3 Objection Documents is further detailed in the Wong Certificate of Service, dated August 24, 2021
4 [Dkt. No. 11140], which is attached hereto as **Exhibit C**.

5 **Service of the 14th Securities Omnibus Objection at Issue**

6 13. On September 28, 2021, the Reorganized Debtors filed and served the *Reorganized*
7 *Debtors' Fourteenth Securities Claims Omnibus Objection (Claims Barred by the Statute of Repose)*
8 [Dkt. No. 11339] (the "**14th Securities Omnibus Objection**"), the *Declaration of Edward J. Radetich,*
9 *Jr. in Support of Reorganized Debtors' Fourteenth Securities Claims Omnibus Objection (Claims*
10 *Barred by the Statute of Repose)* [Dkt. No. 11340], the *Declaration of Michael A. Keable in Support of*
11 *Reorganized Debtors' Fourteenth Securities Claims Omnibus Objection (Claims Barred by the Statute*
12 *of Repose)* [Dkt. No. 11341], and the *Notice of Hearing on Reorganized Debtors' Fourteenth Securities*
13 *Claims Omnibus Objection (Claims Barred by the Statute of Repose)* [Dkt. No. 11342] (collectively, the
14 "**14th Objection Documents**"). The 14th Securities Omnibus Objection, among other things, objected
15 to 25 claims submitted by DRRT on behalf of the DRRT Claimants.

16 14. On September 28, 2021, at the direction of the Reorganized Debtors and their counsel,
17 Prime Clerk caused a hardcopy package of the 14th Objection Documents to be served by first class mail
18 to each DRRT Claimant at the address provided on all 25 of their proofs of claim: 340 West Flagler
19 Street, Suite 201, Miami, Florida, 33130. On the same day, Prime Clerk served an email containing
20 links to the 14th Objection Documents to each DRRT Claimant at the email address provided on all 25
21 of their proofs of claim: PPMCLAIMS@DRRT.com. Service of the 14th Objection Documents is
22 further detailed in the Akter Certificate of Service, dated October 5, 2021 [Dkt. No. 11376], which is
23 attached hereto as **Exhibit D**.

24 **Service of the Orders Expunging the DRRT Claims**

25 15. On September 9, 2021, the Court entered the *Order Disallowing and Expunging Proofs*
26 *of Claim Pursuant to Reorganized Debtors' Eleventh Securities Claims Omnibus Objection (Claims*
27 *Barred by the Statute of Repose)* [Dkt. No. 11216] (the "**11th Securities Omnibus Order**"). The
28

1 Reorganized Debtors directed Prime Clerk to coordinate service of the 11th Securities Omnibus Order
2 on the holders of all claims that were expunged pursuant to the 11th Securities Omnibus Order.

3 16. On September 9, 2021, Prime Clerk caused a hardcopy of the 11th Securities Omnibus
4 Order to be served by first class mail to each DRRT Claimant at the address provided on all of their
5 proofs of claim: 340 West Flagler Street, Suite 201, Miami, Florida, 33130. On the same day, Prime
6 Clerk served an email containing a link to the 11th Securities Omnibus Order to each DRRT Claimant
7 at the email address provided on all of their proofs of claim: PPMCLAIMS@DRRT.COM. Service of
8 the 11th Securities Omnibus Order is further detailed in the Wong Certificate of Service, dated
9 September 14, 2021 [Dkt. No. 11254], which is attached hereto as **Exhibit E**.

10 17. On September 24, 2021, the Court entered the *Order Disallowing and Expunging Proofs*
11 *of Claim Pursuant to Reorganized Debtors' Thirteenth Securities Claims Omnibus Objection (Claims*
12 *Barred by the Statute of Repose)* [Dkt. No. 11315] (the "**13th Securities Omnibus Order**"). The
13 Reorganized Debtors directed Prime Clerk to coordinate service of the claimants whose claims were
14 expunged pursuant to the 13th Securities Omnibus Order.

15 18. On September 24, 2021, Prime Clerk caused a hardcopy of the 13th Securities Omnibus
16 Order and the 13th Request for Default to be served by first class mail to the address provided on the
17 proof of claim submitted by the DRRT Claimant whose claim was subject to the 13th Securities Omnibus
18 Order: 340 West Flagler Street, Suite 201, Miami, Florida, 33130. On the same day, Prime Clerk served
19 an email containing a link to the 13th Securities Omnibus Order and the 13th Request for Default to the
20 email address provided on such DRRT Claimant's proof of claim: PPMCLAIMS@DRRT.COM.
21 Service of the 13th Securities Omnibus Order is further detailed in the Francoeur Certificate of Service,
22 dated September 30, 2021 [Dkt. No. 11363], which is attached hereto as **Exhibit F**.

23 **DRRT Correspondence**

24 19. According to Prime Clerk's books and records, none of the notices Prime Clerk served
25 on the DRRT Claimants by first class mail at the physical address provided in their proofs of claim or
26 by email to the email address provided in their proofs of claim (PPMCLAIMS@DRRT.COM) were
27 returned as undeliverable.

20. Neither Prime Clerk nor its affiliate KSA received formal or informal correspondence from DRRT in relation to either the 11th Securities Omnibus Objection or the 13th Securities Omnibus Objection between August 3, 2021—when the 11th Securities Omnibus Objection was served—and September 24, 2021—when the Court entered the 13th Securities Omnibus Order.

21. It is my understanding that, on or after August 3, 2021, DRRT, on the one hand, and Prime Clerk and/or KSA, on the other hand, exchanged over twenty-five emails, eight of which were sent by Jonathan Moussavou, who upon information and belief is a DRRT employee. The PPMCLAIMS@DRRT.COM email address was copied on all but one of the emails exchanged between DRRT and Prime Clerk and/or KSA on or after August 3, 2021, including each of the eight emails sent by Mr. Moussavou. This correspondence generally related to the resolution of outstanding trading data deficiencies and did not appear to be related to the Objections.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Executed January 25, 2022 in Chappaqua, New York.

/s/ Herb Baer

Herb Baer
Director
Prime Clerk LLC